

Fill in this information to identify the case:

United States Bankruptcy Court for the:

Northern District of California
(State)

Case number (if known): Chapter 11

☐ Check if this is an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

04/20

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name BSK Broadway, LLC

2. All other names debtor used in the last 8 years
Include any assumed names, trade names, and *doing business* as names

3. Debtor's federal Employer Identification Number (EIN) 8 2 - 2 6 9 5 0 9 5

4. Debtor's address

Principal place of business		Mailing address, if different from principal place of business
2295 Broadway		
Number	Street	Number Street
Suite D		P.O. Box
Oakland,	CA	94612
City	State	ZIP Code
Alameda		
County		
		Location of principal assets, if different from principal place of business
		Number Street
		City State ZIP Code

5. Debtor's website (URL) www.brownsugarkitchen.com

6. Type of debtor

- ☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☒ Partnership (excluding LLP)
- ☐ Other. Specify: _____

7. Describe debtor's business*A. Check one:*

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply:

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

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8. Under which chapter of the Bankruptcy Code is the debtor filing?

A debtor who is a "small business debtor" must check the first sub-box. A debtor as defined in § 1182(1) who elects to proceed under subchapter V of chapter 11 (whether or not the debtor is a "small business debtor") must check the second sub-box.

Check one:

- ☐ Chapter 7
- ☐ Chapter 9
- ☒ Chapter 11. *Check all that apply:*

- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D), and its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a debtor as defined in 11 U.S.C. § 1182(1), its aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$7,500,000, **and it chooses to proceed under Subchapter V of Chapter 11**. If this sub-box is selected, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if any of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

If more than 2 cases, attach a separate list.

☒ No

☐ Yes. District _____ When _____ Case number _____
MM / DD / YYYY

District _____ When _____ Case number _____
MM / DD / YYYY

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

List all cases. If more than 1, attach a separate list.

☐ No

☒ Yes. Debtor See attached Relationship Affiliates

District _____ When _____
MM / DD / YYYY

Case number, if known _____

11. Why is the case filed in this district?

Check all that apply:

☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other _____

Where is the property?

Number _____ Street _____

City _____ State ZIP Code _____

Is the property insured?

☐ No

☐ Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information

Debtor

BSK Broadway, LLC

Name

Case number (if known)

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
☐ After any administrative expenses are paid, no funds will be available for distribution to unsecured creditors.

14. Estimated number of creditors

- | | | |
|------------------------------------------|----------------------------------------|--------------------------------------------|
| <input checked="" type="checkbox"/> 1-49 | <input type="checkbox"/> 1,000-5,000 | <input type="checkbox"/> 25,001-50,000 |
| <input type="checkbox"/> 50-99 | <input type="checkbox"/> 5,001-10,000 | <input type="checkbox"/> 50,001-100,000 |
| <input type="checkbox"/> 100-199 | <input type="checkbox"/> 10,001-25,000 | <input type="checkbox"/> More than 100,000 |
| <input type="checkbox"/> 200-999 | | |

15. Estimated assets

- | | | |
|---------------------------------------------------------|------------------------------------------------------|--------------------------------------------------------|
| <input type="checkbox"/> \$0-\$50,000 | <input type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input checked="" type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

16. Estimated liabilities

- | | | |
|------------------------------------------------|--------------------------------------------------------------|--------------------------------------------------------|
| <input type="checkbox"/> \$0-\$50,000 | <input checked="" type="checkbox"/> \$1,000,001-\$10 million | <input type="checkbox"/> \$500,000,001-\$1 billion |
| <input type="checkbox"/> \$50,001-\$100,000 | <input type="checkbox"/> \$10,000,001-\$50 million | <input type="checkbox"/> \$1,000,000,001-\$10 billion |
| <input type="checkbox"/> \$100,001-\$500,000 | <input type="checkbox"/> \$50,000,001-\$100 million | <input type="checkbox"/> \$10,000,000,001-\$50 billion |
| <input type="checkbox"/> \$500,001-\$1 million | <input type="checkbox"/> \$100,000,001-\$500 million | <input type="checkbox"/> More than \$50 billion |

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

17. Declaration and signature of authorized representative of debtor

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 5/12/2021
MM / DD / YYYY

x

Signature of authorized representative of debtor

Title Manager

Tanya Holland, Manager

Printed name Provence Asset Holding Company, LLC

Debtor BSK Broadway, LLC Case number (if known) _____
Name

18. Signature of attorney

x /s/ Simon Aron
Signature of attorney for debtor

Date 05/17/2021
MM / DD / YYYY

Simon Aron

Printed name
Wolf, Rifkin, Shapiro, Schulman & Rabkin, LLP

Firm name
11400 West Olympic Blvd., 9th Floor

Number Street
Los Angeles, CA 90064
City State ZIP Code

(310) 478-4100 saron@wrslawyers.com
Contact phone Email address

108183 CA
Bar number State

Fill in this information to identify the case and this filing:

Debtor Name BSK Broadway, LLC
United States Bankruptcy Court for the: Northern District of CA
(State)
Case number (if known): _____

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule _____
- ☒ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on

5/12/2021
MM / DD / YYYY

x Tanya Holland
Signature of individual signing on behalf of debtor

Tanya Holland

Printed name

Manager, Provence Asset Holding Company, LLC

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name BSK Broadway, LLC
 United States Bankruptcy Court for the: Northern District of CA
 (State)
 Case number (If known): _____

☐ Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an *insider*, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
1	Airgas USA, LLC 555 Julie Ann Way Oakland, CA 94621						\$762.46
2	American Paper & Provisions P.O. Box 91658 City of Industry, CA 91715						\$921.04
3	Bay Area Distributing Co. 1061 Factory Street Richmond, CA 94804						\$1,012.50
4	Beneficial State Bank 1438 Webster St., Ste. 100 Oakland, CA 94612						\$294,395.25
5	BiRite Foodservice Distributors 123 South Hill Drive Brisbane, CA 94005						\$2,836.28
6	Brex, Inc. 110 South Park Street San Francisco, CA 94107						\$2,437.36
7	Broadway Grant Retail Investors P.O. Box 511335 Los Angeles, CA 90051						\$84,457.57
8	California Dept. of Tax & Fee Administration P.O. Box 942879 Sacramento, CA 94279						\$186,516.11

Debtor

BSK Broadway, LLC
Name

Case number (if known)

	Name of creditor and complete mailing address, including zip code	Name, telephone number, and email address of creditor contact	Nature of the claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of unsecured claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
					Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
9	Ecolab Pest Elimination Division P.O. Box 32027 New York, NY 10087						\$1,394.78
10	Greenleaf P.O. Box 45192 San Francisco, CA 94145						\$1,907.75
11	Hachette Book Group 53 State Street Boston, MA 02109						\$3,052.50
12	Kurt Schmitz, Jr. 410 Hester Street San Leandro, CA 94577						\$2,736.41
13	Monterey Fish Market Seafood Pier 33 San Francisco, CA 94111						\$3,000.43
14	No More Dirt 1699 Valencia Street San Francisco, CA 94110						\$2,135.00
15	Pars Design & Construction 2301 Stewart Avenue Walnut Creek, CA 94596						\$101,039.71
16	Petaluma Farms 700 Cavanaugh Lane Petaluma, CA 94952						\$1,652.60
17	PG&E P.O. Box 997300 Sacramento, CA 95899						\$22,078.37
18	Plate IQ 6400 Hollis Street Emeryville, CA 94608						\$2,000.00
19	Salt Partners, LLC 885 South Van Ness Avenue San Francisco, CA 94110						\$434,788.81
20	Young's Market Company P.O. Box 743564 Los Angeles, CA 90074						\$850.68

Airgas USA LLC
555 Julie Ann Way
Oakland, CA 94621

Almanac Beer Co
651 W Tower Ave
Alameda, CA 94501

American Paper & Provisions
PO Box 91658
City of Industry, CA 91715

Bay Area Beverage Company
700 National Court
Richmond, CA 94804

Bay Area Distributing Co
1061 Factory Street
Richmond, CA 94804

Bay Edge Inc
1456 Fourth Street
Berkeley, CA 94710

Beneficial State Bank
1438 Webster Street Suite 100
Oakland, CA 94612

BiRite Foodservice Distributors
123 South Hill Drive
Brisbane, CA 94005

Brex Inc
110 South Park Street
San Francisco, CA 94107

Broadway Grant Retail Investors
PO Box 511335 1007041
Los Angeles, CA 90051

CA Dept of Tax & Fee Administration
PO Box 942879
Sacramento, CA 94279

Coffee Max
928 Martin Trail
Daly City, CA 94014

Complete Linen Services
290 South Maple Street
South San Francisco, CA 94080

Dairy Delivery Inc
10029 Minnesota Avenue
Penngrove, CA 94951

Ecolab Pest Elimination Division
PO Box 32027
New York, NY 10087

Fieldwork Brewing Company
PO Box 398768
San Francisco, CA 94139

Firebrand Artisan Breads
2343 Broadway
Oakland, CA 94612

Greenleaf
PO Box 45192
San Francisco, CA 94145

Hachette Book Group
53 State Street
Boston, MA 02109

Hobo Wine Co
PO Box 11106
Oakland, CA 94611

Kaiser Permanente
PO Box 23219
San Diego, CA 92193

Kermit Lynch
830 Cedar Street
Berkeley, CA 94710

Kurt Schmitz Jr
410 Hester Street
San Leandro, CA 94577

LibDib
6980 Santa Teresa Blvd Suite 201
San Jose, CA 95119

Monterey Fish Market Seafood
Pier 33
San Francisco, CA 94111

No More Dirt
1699 Valencia Street
San Francisco, CA 94110

Old Kan Beer
95 Linden Street Suite 7
Oakland, CA 94607

Pars Design & Construction
2301 Stewart Avenue
Walnut Creek, CA 94596

Petaluma Farms
700 Cavanaugh Lane
Petaluma, CA 94952

PG&E
PO Box 997300
Sacramento, CA 95899

Plate IQ
6400 Hollis Street
Emeryville, CA 94608

Ratzlaff Ranch
13200 Occidental Road
Sebastopol, CA 95472

Revel Wine
PO Box 11106
Oakland, CA 94611

Romina Foods
PO Box 232385
Encinitas, CA 92023

Salt Partners LLC
885 South Van Ness Ave
San Francisco, CA 94110

Wine Warehouse
PO Box 45616
San Francisco, CA 94145

Young's Market Company
PO Box 743564
Los Angeles, CA 90074

CERTIFICATE OF MEMBERSHIP OF BSK BROADWAY, LLC, A CALIFORNIA LIMITED LIABILITY COMPANY

I, Tanya Holland (“TH”) do hereby certify:

That I am a duly appointed and acting manager of Provence Asset Holding Company, LLC (“Provence”), the duly appointed and acting manager of BSK Broadway, LLC, a California limited liability company (the “Company”).

That a special meeting of the board of managers of the Company was duly held on March 31, 2021, at which time the following resolutions were duly enacted, and the same remain in full force and effect, without modification, as of the date hereof:

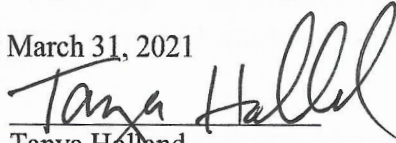
RESOLVED, based upon prior events and the advice of counsel, that it is desirable and in the best interests of the Company, their creditors, employees, members and other interested parties, that a Petition be filed by the Company under the provisions of Chapter 11 of the Bankruptcy Code (11 U.S.C. §§101 et. seq.).

FURTHER RESOLVED that a Petition under said Chapter 11 shall be filed and submitted on behalf the Company and the same hereby is approved and adopted in all respects, and TH, through Provence, as manager of the Company, is hereby authorized and directed on behalf of and in the name of the Company, to execute and verify such Petition and to cause the same to be filed with the United States Bankruptcy Court, Northern District of California.

FURTHER RESOLVED that TH, through Provence, as manager of the Company, be and hereby is authorized on behalf of the Company to execute and file all petitions, schedules, lists and other papers to take any and all action which he may deem necessary and proper in connection with such proceedings under said Chapter 11, and in that connection to retain and employ all assistance by legal counsel or otherwise which he may deem necessary and proper with a view to the successful conclusion of such proceedings.

FURTHER RESOLVED, that WOLF, RIFKIN, SHAPIRO, SCHULMAN & RABKIN, LLP, be and hereby is retained as attorneys for the Company in connection with the institution of and maintaining of such proceedings.

Dated: March 31, 2021

A handwritten signature in black ink, appearing to read "Tanya Holland", is written over a horizontal line.

Tanya Holland
Manager, Provence Asset Holding Company, LLC,
Manager, BSK Broadway, LLC

4536351.1

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